

Walter B. Stuart, Esq.  
Patrick D. Oh, Esq.  
FRESHFIELDS BRUCKHAUS DERINGER US LLP  
520 Madison Avenue  
New York, NY 10022  
Telephone: (212) 277-4000  
Facsimile: (212) 277-4001

*Attorneys for SLB Leasing-Fonds GmbH & Co  
Herakles KG, SLB Leasing-Fonds GmbH & Co Odin  
KG, SLB Leasing-Fonds GmbH & Co Thor KG and  
SLB Leasing-Fonds GmbH & Co Uranus KG*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

**In re:**

**LEHMAN BROTHERS HOLDINGS INC., *et al.***

**Debtors.**

**Chapter 11**

**Case No. 08-13555 (JMP)**

**Jointly Administered**

**VERIFIED STATEMENT OF  
FRESHFIELDS BRUCKHAUS DERINGER US LLP PURSUANT TO  
RULE 2019(A) OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pursuant to Rule 2019(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the law firm of Freshfields Bruckhaus Deringer US LLP (“Freshfields”) submits this verified statement (the “Statement”) in the above-captioned bankruptcy case of Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors (collectively, the “Debtors”) and respectfully discloses the following:

1. Freshfields is counsel to the entities (the “Entities”) listed on Exhibit A hereto in connection with the Debtors’ above-captioned bankruptcy cases. For

the purposes of this Statement, Freshfields is located at 520 Madison Avenue, 34th Floor, New York, New York 10022.

2. Each of the Entities holds a claim against LBHI arising from LBHI's guarantees of amounts that may be payable to the Entities by subsidiaries of LBHI under a series of agreements, as specified in the Entities' respective Proofs of Claims filed against the Debtors' estates, with Claim Nos. 19964, 19968, 19963 and 19967 (the "Proofs of Claims"). The amounts and timing of acquisition of the Entities' claims are set forth in the Entities' Proofs of Claims, including the applicable Guarantee Questionnaires incorporated therein by reference. Each of the Entities' claims arose more than one year prior to the filing of Debtors' bankruptcy petition.

3. The Entities may hold claims against and/or interests in the Debtors' estates in addition to those disclosed herein that do not fall within the scope of Freshfields' representation of the Entities.

4. The following is a recital of the pertinent facts and circumstances in connection with the employment of Freshfields by the Entities in the above-captioned cases.

5. The Entities have engaged Freshfields to request advisement and representation in connection with the Debtors' chapter 11 cases. Specifically, the Entities sought Freshfields' advice regarding their claims in the Debtors' chapter 11 bankruptcy proceeding.

6. Upon information and belief, foreign affiliates of Freshfields have provided, and may continue to provide, legal services to one or more of the Debtors. With respect to such services, Freshfields affiliates have pre-petition claims against one

or more of the Debtors, whether in the first instance or as guarantors for unpaid debts of such affiliates, as specified in their corresponding proofs of claims.

7. Freshfields also represents or advises, or may have represented or advised, other parties in interest with respect to the Debtors' bankruptcy cases that have not been included in this Statement because those parties do not currently intend to appear in the cases or the representations have been concluded. Such parties may or may not decide to appear in the Debtors' bankruptcy cases in the future and this Statement is without prejudice to any rights, remedies or claims of such parties.

8. Freshfields will amend or supplement this Statement as necessary.

9. This Statement is filed strictly to comply with Bankruptcy Rule 2019(a), and is submitted without prejudice to any right, remedy or claim of the Entities, whether collectively or individually. All such rights, remedies and claims are expressly preserved.

10. The undersigned declares under penalty of perjury that the foregoing is true and correct to the best of his knowledge, information and belief.

Dated: New York, New York  
June 17, 2010

FRESHFIELDS BRUCKHAUS DERINGER US LLP

*/s/ Walter Stuart*

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